



NOCIL LIMITED

CIN: L99999MH1961PLC012003

Regd. Office: Mafatlal House, H.T. Parekh Marg, Backbay Reclamation, Churchgate Mumbai-400 020

Tel.No. 91-22-66364062, Fax: 91-22-66364060, Website: www.nocil.com,

Email: investorcare@nocil.com

POSTAL BALLOT FORM

Sr. No.

Sr. No.	Particulars	Details of Member(s)
1	Name & Registered Address of the Sole/ first named Member	
2	Name(s) of the Joint Holder(s), if any	
3	Registered folio No. / DP. Id No.* / Client ID No.* (*Applicable to investors holding shares in dematerialised form).	
4	No. of Shares held	

I / We hereby exercise my / our vote in respect of the following Special resolution to be passed by Postal Ballot / e –voting by recording my / our assent or dissent by placing tick mark (√) in the appropriate box below:

Sr. No.	Description of the Resolution	No. of Shares for which votes cast	I/ We assent to the Resolution (For)	I/ We dissent to the Resolution (Against)
1	Approval for appointment and payment of remuneration to Mr. H. A. Mafatlal, as Executive Chairman of the Company with effect from 19 th August, 2016 for a period of 5 (five) years.			

Place:

Date:

Signature of the shareholder

E- voting Particulars

The e-voting facility is available at the link <https://evoting.karvy.com>. The electronic voting particulars are set out as follows:

EVENT NO. (E-voting Event Number)	USER ID	PASSWORD

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
21 st November, 2016 at 9.00 a.m.	20 th December, 2016 at 5.00 p.m.

Notes:

- Please read the instructions printed below carefully before filling this Form and for e-voting, please refer to the instructions for voting through electronic means provided in the Postal Ballot notice.
- The last date for the receipt of the Postal Ballot Forms by the Scrutinizer is 20th December, 2016 at 5.00 p.m.

INSTRUCTIONS

1. A Member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage pre-paid self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballot, if deposited in person or sent by courier / speed post at the expense of the Member, will also be accepted.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. The self addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
4. This form should be completed and signed by the Member. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his / her absence, by the next named Member.
5. Consent must be accorded by a placing tick mark (√) in the column, 'I assent to the Resolution', or dissent must be accorded by placing a tick mark (√) in the column, 'I dissent to the resolution.'
6. The votes of a Member will be considered invalid on any of the following grounds:
 - a. Unsigned Postal Ballot Forms will be rejected:
 - b. If the Member's signature does not tally with the specimen available with the Company / Depository Participant/ Share Transfer Agent;
 - c. If the Member has marked his/ her / its vote both for 'Assent' or 'Dissent' to the Resolution in such manner that the aggregate Shares voted for 'Assent' or 'Dissent' exceeds total number of Shares held.
 - d. If the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
 - e. If the Postal Ballot Form is received in torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either the Member or the number of votes, or whether the votes are for 'Assent' or 'Dissent' or if the signature could not be verified, or one or more of the above grounds.
7. Duly completed Postal Ballot Forms should reach the Scrutinizer on or before 20th December, 2016. If any Postal Ballot Form is received after this date, it will be considered that no reply from such Member has been received.
8. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled-in duplicate Postal Ballot Form should reach the Scrutinizer no later than the date specified in Item No. 7 above.
9. Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: scrutinisers@mmjc.in / saurabhagarwal@mmjc.in or evoting@karvy.com.
10. Only Member(s) who is entitled to vote is entitled to exercise his/her vote through Postal Ballot. The right of voting by Postal Ballot shall not be exercised by Proxy.
11. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid Business Reply Envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
12. A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.
13. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Member on the cut-off date, i.e. 4th November, 2016.
14. The Scrutinizer's decision on the validity of the postal ballot shall be final.